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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
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Debtors. : (Jointly Administered)  
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JOINT STIPULATION AND AGREED ORDER (I) COMPROMISING AND  
ALLOWING PROOF OF CLAIM NUMBER 11574 AND (II) DISALLOWING AND  
EXPUNGING PROOF OF CLAIM NUMBER 11575  
(ALLIANCE PRECISION PLASTICS CO.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Alliance Precision Plastics Co. ("Alliance") respectfully submit this Joint Stipulation And Agreed Order (I) Compromising And Allowing Proof Of Claim Number 11574 And (II) Disallowing And Expunging Proof Of Claim Number 11575 (Alliance Precision Plastics Co.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 27, 2006, Alliance filed proof of claim number 11574 against DAS LLC, which asserts a secured claim in the amount of \$37,451.44 ("Claim 11574") stemming from the sale of goods, and proof of claim number 11575 against Delphi, which asserts which asserts a secured claim in the amount of \$37,451.44 ("Claim 11575" and together with Claim 11574, the "Claims") stemming from the sale of goods.

WHEREAS, on October 31, 2006, the Debtors objected to Claim 11574 pursuant to the Debtors' (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Unsubstantiated By Debtors' Books And Records, And (c) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452) (the "Third Omnibus Claims Objection").

WHEREAS, on November 22, 2006, Alliance filed its Response To Debtors' Third Omnibus Objection To Certain Claims Subject To Modification And Motion To Estimate

Contingent And Unliquidated Claim (Docket No. 5678) (the "Third Omnibus Claims Objection Response").

WHEREAS, on February 15, 2007, the Debtors objected to Claim 11575 pursuant to the Debtors' Eighth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Claims Duplicative Of Consolidated Trustee Claim, (C) Equity Claims, And (D) Protective Claims (Docket No. 6962) (the "Eighth Omnibus Claims Objection").

WHEREAS, on March 6, 2007, Alliance filed its Response To Debtors' Eighth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Claims Duplicative Of Consolidated Trustee Claim, (C) Equity Claims, And (D) Protective Claims (Docket No. 7125) (the "Eighth Omnibus Claims Objection Response").

WHEREAS, pursuant to this Joint Stipulation, DAS LLC acknowledges and agrees that Claim 11574 shall be allowed against DAS LLC in the amount of \$19,908.07, and Alliance acknowledges and agrees that Claim 11575 shall be disallowed and expunged in its entirety.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claims involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Alliance stipulate and agree as follows:

1. Claim 11574 shall be allowed in the amount of \$19,908.07 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Claim 11575 shall be disallowed and expunged in its entirety.
3. Alliance shall withdraw its Third Omnibus Claims Objection Response and Eighth Omnibus Claims Objection Response with prejudice.

So Ordered in New York, New York, this 9th day of May, 2008

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

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